

Macco & Stern LLP
Attorneys for the
Debtors and Debtors-in-Possession
135 Pinelawn Road, Suite 120 South
Melville, NY 11747

Presentment Date: April 22, 2015
Time: 11:00 a.m.

Objections Due: April 18, 2015
Time: 5:00 p.m.

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

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In re:

Chapter 11

Medford Development Corp.
Motor Parkway Enterprises Inc.
Airport Development Corp.
Wheeler Development LLC
Smithtown Development Corp.
Brentwood Development Corp.
Holbrook Development Corp.
Carman Development Corp.
Maple Avenue Hauppauge Dev. Corp.
Port Jefferson Development Corp.
Ronkonkoma Development Corp.
Islandia Development Corp.
Oceanside Enterprises Inc.
Islip Development Corp.
Westbury Enterprises Inc.

Case No.: 8-14-75666 (AST)
Case No.: 8-14-75667 (AST)
Case No.: 8-14-75683 (AST)
Case No.: 8-14-75668 (AST)
Case No.: 8-14-75669 (AST)
Case No.: 8-14-75670 (AST)
Case No.: 8-14-75671 (AST)
Case No.: 8-14-75672 (AST)
Case No.: 8-14-75674 (AST)
Case No.: 8-14-75675 (AST)
Case No.: 8-14-75676 (AST)
Case No.: 8-14-75677 (AST)
Case No.: 8-14-75678 (AST)
Case No.: 8-14-75679 (AST)
Case No.: 8-14-75680 (AST)

Debtors.

(Jointly Administered)

----- X

NOTICE OF PRESENTMENT OF AN ORDER
EXTENDING TIME TO ASSUME OR REJECT UNEXPIRED LEASES

PLEASE TAKE NOTICE, that, by the motion (the “Motion”), dated April __, 2015, Medford Development Corp. and its affiliated entities (collectively, “Debtors”),¹ the above-referenced debtors and debtors-in-possession, by and through their counsel, Macco & Stern, LLP, before the Honorable Alan S. Trust, United States Bankruptcy Judge, Eastern District of

¹ The Debtors, with associated case numbers, are as follows: (1) Medford Development Corp.; (2) Motor Parkway Enterprises, Inc.; (3) Airport Development Corp.; (4) Wheeler Development LLC; (5) Smithtown Development Corp.; (6) Brentwood Development Corp.; (7) Holbrook Development Corp.; (8) Carman Development Corp.; (9) Maple Avenue Hauppauge Dev. Corp.; (10) Port Jefferson Development Corp.; (11) Ronkonkoma Development Corp.; (12) Islandia Development Corp.; (13) Oceanside Enterprises Corp.; (14) Islip Development Corp.; and (15) Westbury Enterprises Inc.

New York, at the Courthouse located at 290 Federal Plaza, Central Islip, New York, Room 960, on **April 22, 2015 at 11:00 a.m.**, or as soon thereafter as counsel may be heard, will present an order extending the Debtors' time to assume or reject unexpired leases.

PLEASE TAKE FURTHER NOTICE, that objections, if any, to the relief sought in the Motion must conform to the Bankruptcy Rules and Local Bankruptcy Rules for the Eastern District of New York, as modified by any administrative orders entered in this case, and be filed with the Bankruptcy Court electronically in accordance with General Order 461, be registered users of the Bankruptcy Court's filing system and, by all other parties in interest, on a 3.5 inch disk, in portable document format (PDF), WordPerfect, Microsoft Word DOS text (ASCII) or a scanned imaged of the filing, with a hard copy delivered directly to Chambers, and may be served in accordance with General Order 462, and upon (i) counsel to the Debtor, Macco & Stern, LLP, 135 Pinelawn Road, Suite 120 South, Melville, New York 11747; and (ii) the Office of the United States Trustee, 560 Federal Plaza, Central Islip, New York 11722, so as to be received no later than **April 20, 2015 at 5:00 p.m.**

PLEASE TAKE FURTHER NOTICE, that if an objection is timely filed to the relief requested in the Motion or proposed Order, or if the Court determines that a hearing is appropriate, the Court will schedule such hearing upon additional notice of such hearing provided by the applicant.

Dated: April __ 2015
Melville, NY

MACCO & STERN, LLP
Attorneys for the Debtors

By: _____

Michael J. Macco
A Member of the Firm
135 Pinelawn Road, Suite 120 South
Melville, New York 11747
(631) 549-7900

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EASTERN DISTRICT OF NEW YORK

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Case No.: 8-14-75678 (AST)
Case No.: 8-14-75679 (AST)
Case No.: 8-14-75680 (AST)

Debtors.

(Jointly Administered)

-----X
MOTION TO EXTEND THE TIME TO
ASSUME OR REJECT CERTAIN UNEXPIRED LEASES

Medford Development Corp. and its related entities (collectively, the “Debtors”),¹ the above-referenced debtors and debtors-in-possession, by and through their counsel, Macco & Stern, LLP, hereby move the Court for an order extending the Debtors’ time to assume or reject unexpired leases, and respectfully sets forth as follows:

¹ The Debtors, with associated case numbers, are as follows: (1) Medford Development Corp.; (2) Motor Parkway Enterprises, Inc.; (3) Airport Development Corp.; (4) Wheeler Development LLC; (5) Smithtown Development Corp.; (6) Brentwood Development Corp.; (7) Holbrook Development Corp.; (8) Carman Development Corp.; (9) Maple Avenue Hauppauge Dev. Corp.; (10) Port Jefferson Development Corp.; (11) Ronkonkoma Development Corp.; (12) Islandia Development Corp.; (13) Oceanside Enterprises Corp.; (14) Islip Development Corp.; and (15) Westbury Enterprises Inc.

JURISDICTION AND VENUE

1. The Court has jurisdiction to consider this motion under 28 U.S.C. §§157 and 1334. This is a core proceeding under 28 U.S.C. §157(b). Venue is proper pursuant to 28 U.S.C. §§1408 and 1409. The statutory predicates for relief are §§105 and 365 of title 11 of the United States Code (the “Bankruptcy Code”), and Rule 6006 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

BACKGROUND

2. Debtors are New York Corporations which, prior to the Petition Date, each operated separate gas stations. Due to an offset of the Debtors’ bank account by its secured creditor, New York Commercial Bank (“NYCB”), the Debtors were unable to pay for gas supplies. In response to the offset, the Debtors each filed the voluntary petitions in these cases.

3. On December 24, 2014 (the “Petition Date”), the Debtors filed separate voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).

4. On January 9, 2015, the Court entered an order jointly administering the Debtors’ cases.

5. On or about January 13, 2015, the Debtors filed a motion for an order: (i) authorizing and approving the sale of substantially all of certain Debtors assets, including of sale procedures and assignment procedures, subject to higher and better offers; (ii) authorizing the Debtors to assume and assign certain executory contracts and unexpired leases; and (iii) extending the Debtors’ time to assume or reject executory contracts and unexpired leases (the “Sale Motion”).²

² This Sale Motion relates to the following Debtors only: (1) Medford Development Corp.; (2) Oceanside Development Corp.; (3) Islip Development Corp.; (4) Islandia Development Corp.; (5) Smithtown Development Corp.; (6) Westbury Enterprises, Inc.; (7)

6. On January 23, 2015, the Court entered an order authorizing the employment of Macco & Stern, LLP as attorneys for the Debtors.

7. On February 25, 2015, Ben-Mill Associates, LLC filed a motion for relief from the stay and fixing a time for the Debtors to reject or assume a lease of non-residential real property (the “Ben-Mil Motion”). The Ben-Mil Motion has been adjourned by the Court, *sua sponte*, until May 11, 2015 (the “Hearing Date”).

8. On March 3, 2015, the Debtors filed a motion to reject certain executory contracts and unexpired leases (the “First Rejection Motion”). The First Rejection Motion has been adjourned by the Court, *sua sponte*, until May 11, 2015.

9. Contemporaneously with this Motion, the Debtors are filing a motion to reject certain unexpired leases (the “Second Rejection Motion”). The Second Rejection Motion is noticed for May 11, 2015.

10. On March 18, 2015, pursuant to the Sale Motion, the Gulf Debtors conducted a public auction of substantially all of their assets (the “Sales”).

11. By order, dated March 25, 2015, the Court approved the Sales.

12. The Debtors have continued to operate their businesses as debtors-in-possession under Bankruptcy Code §§1107 and 1108. To date, the Office of the United States Trustee (the “UST”) has not appointed a chapter 11 trustee or official committee of unsecured creditors.

Ronkonkoma Development Corp; (8) Brentwood Development Corp.; and (9) Airport Development Corp.; and (10) Wheeler Development LLC (collectively, the “Gulf Debtors”).

ARGUMENT

13. Bankruptcy Code §365(d)(4) states that:

(A) [A]n unexpired lease of nonresidential real property, under which the debtor is the lessee shall be deemed rejected, and the trustee [or debtor-in-possession] shall immediately surrender that nonresidential real property to the lessor, if the trustee does not assume or reject the unexpired lease by the earlier of –

(i) The date that is 120 days after the date of the order for relief; or

(ii) The date of entry of an order confirming the plan

14. The “court may extend the period determined under subparagraph (A), prior to the expiration of the 120-day period, for 90 days on the motion of the trustee or lessor for cause.” Bankruptcy Code §365(d)(4)(B).

15. The Debtors have 120 days from the Petition Date to assume or reject a nonresidential lease of real property. *See* Bankruptcy Code §§365(d)(4)(A).

16. Therefore, the Debtors must assume or reject leases of non-residential real property on or before April 23, 2015 (the “Deadline”).

17. The Debtors are permitted an extension of ninety (90) days to assume or reject an unexpired lease of non-residential real property under Bankruptcy Code §365(d)(4)(B).

18. At the present time, the Debtors are unable to cure in full the defaults associated with the Ben-Mil Motion. However, the Debtor has recently paid real estate taxes in the amount of \$33,238.97 associated with the Ben-Mil Motion.

19. Due to the pendency of the Ben-Mil Motion, the First Rejection Motion, and the Second Rejection Motion, all of which are noticed for the Hearing Date, the Debtors submit that 120 days is not sufficient time to accept or reject the unexpired leases of non-residential real property.

20. Out of an abundance of caution, the Debtors respectfully request that the Court extend the Debtors' time to assume or reject the unexpired leases of non-residential real property for ninety (90) days from the Deadline to July 22, 2015 (the "Proposed Extension").

NOTICE

21. The Debtors have served the Notice of this Motion, the Motion with all exhibits, and the proposed Order approving the upon: (1) the Office of the United States Trustee; (2) all parties having filed a Notice of Appearance in this case; (3) the relevant taxing authorities; and (4) all known creditors. The Debtors submit that further notice is neither required nor necessary.

22. Although the Sale Motion included a request to extend the time to assume or reject certain unexpired leases, the Sale Motion related only to lease agreements between the Debtors and Gulf Oil Limited Partnership on behalf of Cumberland Farms, Inc. This motion is more expansive.

WHEREFORE, the Debtors respectfully request that the Court enter an order extending the Debtors' time to assume or reject unexpired leases of non-residential real property and granting such other and further relief and the Court deems just and proper

Dated: April __, 2015
Melville, NY

MACCO & STERN, LLP
Attorneys for the Debtors

By: _____

Michael J. Macco
A Member of the Firm
135 Pinelawn Road, Suite 120 South
Melville, New York 11747
(631) 549-7900

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Debtors.

(Jointly Administered)

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ORDER EXTENDING THE TIME TO ASSUME OR REJECT UNEXPIRED LEASES

Upon the motion (the “Motion”) of Medford Development Corp. and its affiliated entities (collectively, the “Debtors”),¹ the above-referenced debtors and debtors-in-possession, by and through their counsel, Macco & Stern, LLP, for an order extending the Debtors’ time to assume or reject unexpired leases of non-residential real property pursuant to §365 or title 11, United States Code (the “Bankruptcy Code”); and the affidavit of service of the Motion, on file with the Court; and additional service being neither necessary nor required; and no objections to relief

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requested in the Motion or this order having been filed or received; and good and sufficient cause appearing; and it being in the best interests of the Debtors' creditors; it is hereby

ORDERED, that the Motion is granted; and it is further

ORDERED, that the time for the Debtors to assume or reject unexpired leases of non-residential real property is extended for ninety (90) days until July 22, 2015.